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TRANSFER
TAX
PAID

SHORT-FORM QUITCLAIM DEED WITH COVENANT

CFH Acquisition Corp., a Maine corporation, for consideration paid, grants to Waterville Warehousing LLC, a Maine limited liability company with a mailing address of 443 Congress Street, Portland, Maine 04101, with QUITCLAIM COVENANT, a certain parcel of land, with the buildings thereon, situated on Industrial Park Road in the City of Waterville, County of Kennebec and State of Maine, all as more particularly described on Exhibit A attached hereto.

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The conveyance herein is made subject to all of the encumbrances identified on Exhibit B attached hereto.

Being the premises conveyed to the grantor herein by a certain deed from Warnaco, Inc. dated November 11, 1996, recorded in the Kennebec County Registry of Deeds in Book 5259, Page 88.

WITNESS my hands and seal this 31st day of July, 2002.

WITNESS

CFH Acquisition Corp.

Kenneth S. McKernan, Jr.

By:

John R. McKernan, Jr.
John R. McKernan, Jr.
Its Chairman

STATE OF Pennsylvania
COUNTY OF Allegheny

July 31, 2002

Personally appeared before me the above named John R. McKernan, the duly authorized Chairman of CFH Acquisition Corp., and acknowledged the foregoing to be his free act and deed in his said capacity and the free act and deed of said corporation.

Mary-Therese Geraci
Notary Public
Print name:
My commission expires:

Notarial Seal
Mary-Therese Geraci, Notary Public
Pittsburgh, Allegheny County
My Commission Expires Oct. 17, 2002
Member, Pennsylvania Association of Notaries



Attention Title Company (4)

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EXHIBIT A

(Premises)

Parcel 1 - A certain lot or parcel of land situated in Waterville, County of Kennebec and State of Maine, located on the northerly side of the Industrial Park Road, bounded and described as follows:

BEGINNING at a point marked with an iron pin at the southwesterly corner of land owned by Port City Investments, Inc., being also the southeasterly corner of parcel herewith being described; thence heading N 22° 03' 30" W four hundred seventy-three and eighteen one hundredths feet (473.18') along land owned by aforementioned Port City Investments, Inc. to a point marked with an iron pin and representing the northwesterly corner of lot owned by said Port City Investments, Inc., also being on the southerly right-of-way line of the Interstate 95; thence, heading in a westerly direction along the curved right-of-way of the Interstate 95 four hundred forty and eighty-four one hundredths feet (440.84') to a point marked with an iron pin and being the northwesterly corner of parcel herewith being described, the aforementioned curved right-of-way line having a radius of three thousand nine hundred forty-four and seventy-two one hundredths feet (3944.72'); thence, heading S 21° 33' 23" E four hundred eighty-eight and thirty-nine one hundredths feet (488.39') along lot owned by the Waterville Area Industrial Development Corporation to a point marked with an iron pin and representing the southwesterly corner of parcel herewith being described; thence, heading N 68° 03' 00" E four hundred forty-four and fifty-nine one hundredths feet (444.59') along said northerly side of Industrial Park Road right-of-way to the point of beginning.

Parcel 2 - A certain lot or parcel of land situated in Waterville, County of Kennebec and State of Maine, located on the northerly side of the Industrial Park Road, bounded and described as follows:

BEGINNING at a point marked with an iron pin and being the southwesterly corner of adjacent lot formerly owned by Waterville Development Corporation and now owned by City of Waterville; thence, heading N 21° 33' 23" W four hundred eighty-eight and thirty-nine one hundredths feet (488.39') along said City of Waterville lot to a point

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marked with an iron pin and being the northwesterly corner of said City of Waterville lot, also being the northeasterly corner of parcel herewith being described, and also being a point on the Interstate 95 right-of-way line; thence, heading in a westerly direction along a curved Interstate 95 right-of-way line two hundred ten and no one hundredths feet (210.00') to a point marked with an iron pin and being the northwesterly corner of parcel herewith being described, the aforementioned curved Interstate 95 right-of-way line having a radius of three thousand nine hundred forty-four and seventy-two one hundredths feet (3944.72'); thence, heading S 11° 07' 05" E four hundred thirty and no one hundredths feet (430.00') along other land of the Waterville Area Industrial Development Corporation to a point marked with an iron pin and being the southwesterly corner of parcel herewith being described; thence heading N 85° 36' 57" E three hundred and no one hundredths feet (300.00') along the northerly side of Industrial Park Road right-of-way line to the point of beginning.

Being the same premises conveyed to the Grantor by the City of Waterville, Maine by deed dated April 1, 1980 and recorded in the Kennebec County Register of Deeds in Book 3418, Page 206.

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EXHIBIT B

1. Easement for drainage purposes on southerly side of Interstate 95 described in a Layout & Notice of Taking from Waterville Area Industrial Development Corporation to State of Maine, dated May 20, 1959, recorded in the Kennebec County Registry of Deeds in Book 1152, Page 240, the location of which is shown on the Survey.
2. Easements for the construction and maintenance of a sanitary sewer and a storm sewer conveyed from Waterville Area Industrial Development Corporation to Waterville Sewerage District, dated April 1, 1980 and recorded in the Kennebec County Registry of Deeds in Book 2283, Page 342, the location of which is shown on the Survey.
3. The following facts as shown on Plan of Property to be conveyed by Warnaco Inc. to CFH Acquisition Corp., Industrial Park Road, Waterville, Maine, dated October 1996, prepared by K & K Land Surveyors, Inc., (the "Survey") and on the accompanying surveyor's report dated November 4, 1996, by Vern D. Pinney:
 - a. Utility lines crossing premises
 - b. Note regarding drainage and storm sewer easements
 - c. Improvements extending into the right of way but not the traveled portion of Industrial Park Road
4. Terms and conditions of a Certificate of Variance from the City of Waterville, dated February 8, 1989, recorded in the Kennebec County Registry of Deeds in Book 3509, Page 343.

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ATTEST: *[Signature]*
REGISTER OF DEEDS